

EXHIBIT B

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*Counsel for Class Representatives
Kerry Lee Hall, Daniel Riebow, and the
Certified Class of Indirect Purchaser Plaintiffs*

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

**IN RE: CATHODE TUBE (CRT)
ANTITRUST LITIGATION**

This Document Relates to:
All Indirect Purchaser Actions

Case No. CV-07-5944-JST
MDL No. 1917

CLASS ACTION

**DECLARATION OF ROBERT J.
GRALEWSKI, JR. IN SUPPORT OF
OBJECTION TO LEAD COUNSEL'S
PROPOSED ALLOCATION OF
AGGREGATE FEE AWARD TO
INDIRECT PURCHASER
PLAINTIFFS' COUNSEL**

Court: JAMS
Special Master: Martin Quinn, JAMS
Judge: Honorable Jon S. Tigar

1 I, Robert J. Gralewski, Jr., declare as follows:

2 1. I am an attorney licensed to practice before all state and federal courts in the state of
3 California, and I am a partner in the law firm Kirby McInerney LLP. I have personal knowledge of
4 the facts stated in this declaration and, if called as a witness, I could and would testify competently
5 to them. I make this declaration in support of my firm's objection to Lead Counsel's proposed
6 allocation of the aggregate fee award to Indirect Purchaser Plaintiffs' ("IPP") counsel.

7 2. My firm is counsel of record in this case and represents named Plaintiffs Kerry Lee
8 Hall (the Maine class representative) and Daniel Riebow (the Hawaii class representative).

9 Depositions

10 3. As I previously stated in my September 9, 2015 Declaration, Lead Counsel gave my
11 firm responsibility for the Samsung SDI, Class Plaintiff, and Direct Action Plaintiff depositions.

12 4. In connection with these assignments, my firm took or defended the following
13 depositions on behalf of the IPPs: H.S. Chu (SDI); S.K. Sung (SDI); W.R. Kim (SDI); J.S. Ahn
14 (SDI); Hoon Choi (SDI); K.C. Oh (SDI); J.I. Lee (SDI); J.Y. Youn (SDI); Thomas Schmitt
15 (Hitachi); Janet Ackerman (New York Class Representative); Albert Sidney Crigler (Tennessee
16 Class Representative); Jeffrey Figone (California Class Representative); Steven Fink (Nebraska
17 Class Representative); Steven Ganz (California Class Representative); Lawyer's Choice Suites,
18 Inc. (Washington D.C. Class Representative); Kerry Lee Hall (Maine Class Representative); Gary
19 Hanson (South Dakota Class Representative); Barry Kushner (Minnesota Plaintiff); John Larch
20 (West Virginia Class Representative); Southern Office Supply, Inc. (Kansas Class Representative);
21 Lisa Reynolds (Michigan Class Representative); Daniel Reibow (Hawaii Class Representative);
22 David Rooks (Florida Class Representative); Margaret Slagle (Vermont Class Representative);
23 Craig Stephenson (New Mexico Class Representative); Frank Warner (Tennessee Plaintiff); Louise
24 Wood (New York Class Representative); Target 30(b)(6); Costco 30 (b)(6); Best Buy 30 (b)(6)
25 (two separate depositions); Dell 30(b)(6); Circuit City 30(b)(6) (two witnesses); Michael Bone
26 (ABC Warehouse); David Dirven (ABC Warehouse); Aimee Fields (MARTA); Jeffrey Sokol

(MARTA); Christopher Groves (Best Buy); Todd Williams (Target); Kent Ashley (Target); John LaRegina (P.C. Richards); Andrew Shulklapper (Circuit City); Rick Souder (Circuit City); Kakanishi Toshihito (Sharp); Timothy Furey (Circuit City); Bryan Angus (BrandsMart); Paul Garcia (BrandsMart); Robert Johnson (BrandsMart); and Wendy Linsky (Tech Data).

5. In connection with taking or defending these depositions, I traveled within California and to Arizona, Florida, Georgia, Hawaii, Kansas, Maine, Michigan, Minnesota, Nebraska, New Mexico, New York, South Dakota, Tennessee, Vermont, Washington, Washington D.C., and West Virginia.

6. At the direction of Lead Counsel, I also traveled to South Korea, mainland China, and Mexico to assist with depositions, interview Defendants' employees and take proffers, and prepare key witnesses for trial.

7. During the briefing on IPPs' motion for class certification, Lead Counsel asked me to go to Seattle and Minneapolis to mitigate any damaging pass-through testimony that Defendants' might be able to elicit from Costco and Best Buy. In close consultation with IPPs' economic expert, I developed and asked a series of questions at those 30(b)(6) depositions that did just that.

8. Lead Counsel ultimately selected me to be in charge of the entire defensive discovery aspect of the case. In connection with this assignment, I was responsible for: (a) all written responses; (b) obtaining, reviewing, and producing documents; (c) interfacing with all local counsel; and (d) coordinating all of the depositions of the Plaintiffs. This work included meeting with many of the Plaintiffs in person in their home towns to prepare them for their depositions. I also personally defended 18 out of the 27 Plaintiffs' depositions (67%).

9. Lead Counsel put me in charge of handling Defendants' massive effort to depose multiple employees at the numerous Direct Action Plaintiffs ("DAP") and other third party witnesses. Initially I covered all of these DAP depositions with my colleague William Harris, but eventually these depositions started to be double and triple-tracked. At that point, Lead Counsel

1 deferred to me to hand-pick a team of qualified lawyers from other IPP firms to cover the
2 depositions, in addition to Mr. Harris and me. In connection with this decision, I trained these
3 lawyers and answered strategic questions in real-time during the course of the depositions.
4 Ultimately, I oversaw an effort to mine all of the DAP/third party deposition transcripts for helpful
5 economic evidence for IPPs' experts.

6 10. After some modifications to IPPs' deposition teams, Lead Counsel entrusted me
7 with the responsibility of taking all eight remaining Samsung SDI depositions on behalf of the
8 IPPs.

9 11. In connection with my leadership role in all of these depositions, interviews, and
10 proffers, my firm incurred substantial travel-related costs in the amount of \$82,588. It is my
11 understanding that between \$5,000 and \$6,000 of these costs were removed after a conservative
12 audit of all IPP counsels' expenses. It is also my understanding that Straus & Boies' expenses
13 were reduced in a similar amount and about \$1,000 was eliminated from Lead Counsel's expenses.

14 Trial Preparation

15 12. Consistent with my September 9, 2015 Declaration, my firm was heavily involved
16 in trial preparation. Whenever my firm was asked to help, I allocated resources to ensure that all of
17 the important jobs that Lead Counsel needed help with were properly staffed by myself and other
18 experienced antitrust lawyers, foreign language attorneys, and support staff including: updating and
19 completing IPPs' extensive conspiracy meeting grid (with Green & Noblin) and preparing the
20 Samsung SDI, Toshiba, Chunghwa, Thomson, and Mitsubishi best evidence memoranda for use in
21 IPPs' opposition to Defendants' motions for summary judgment; reviewing, designating, and
22 ranking trial exhibits; designating and issue coding deposition testimony; objecting to Defendants'
23 deposition designations; ranking trial witnesses; opposing certain motions in limine and Toshiba's
24 motion to decertify the Class; and helping to assemble the numerous oppositions to Defendants'
25 motions for summary judgment.

1 counsel about withdrawing their objections; obtaining and reviewing responsive documents,
2 assembling and supervising a team of lawyers from various firms to conduct the objector
3 depositions; preparing a uniform outline for the depositions; reviewing the transcripts of the
4 objector depositions and extracting the pertinent testimony; researching the professional objectors'
5 involvement in other cases and assembling a detailed compendium of those results; preparing and
6 filing a substantive declaration regarding various objector-related issues in support of the
7 settlement; and filing a motion to compel which is fully briefed but is still pending.

8 20. I drafted, at Lead Counsel's request, sections of the Memorandum of Points and
9 Authorities in Support of Indirect Purchaser Plaintiffs' Motion for Final Approval of Settlements
10 with the Philips, Panasonic, Hitachi, Toshiba, Samsung SDI, Technicolor, and Technologies
11 Displays Americas Defendants and my firm and I provided important legal research support
12 regarding other aspects of the same brief.

13 21. At Lead Counsel's request, I drafted and was directly responsible for several briefs
14 related to Robert Bonsignore's improper attempts to submit evidence including: (1) Indirect
15 Purchaser Plaintiffs' Opposition to Robert Bonsignore's Motion for Permission to File Reply in
16 Support of Objections; Request to Strike; (2) Indirect Purchaser Plaintiffs' Opposition to
17 Bonsignore's "Request to Submit Evidence Rebutting New Arguments Raised by Lead Counsel
18 During Hearing;" Request to Strike and for Sanctions; and (3) Indirect Purchaser Plaintiffs' Motion
19 to Strike Previously-Excluded Documents Attached Again to the Bonsignore Affidavit.

20 22. At Lead Counsel's request, I initially drafted the motion to strike relating to Cooper
21 & Kirkham's filings purporting to be on behalf of Steven Ganz.

22 23. I attended the January 5, 2016 hearing before the Special Master and strategized
23 with Lead Counsel and other firms the night before the hearing, during the hearing, and after the
24 hearing.

24. Lead Counsel asked me to attend the March 15, 2016 Final Approval Hearing before Judge Tigar and asked me to be prepared to address a matter related to Incentive Awards, which I was.

25. I attended the April 19, 2016 Final Approval Hearing by telephone and was prepared to address any issues related to a declaration regarding billing records that Lead Counsel asked me to submit.

Fee Allocation

26. After Judge Tigar's August 3, 2016 order regarding attorneys' fees and at Lead Counsel's invitation, my firm participated in preliminary strategy sessions (along with Straus & Boies and KAG Law Group) regarding the allocation of fees. And at Lead Counsel's invitation, I provided the first draft of the counsel tiers and multiplier ranges ultimately used by Lead Counsel in its Proposed Allocation.

27. Prior to submitting its Proposed Allocation, Lead Counsel spoke with me and my partner Daniel Hume. Lead Counsel indicated that the quality of my firm's work was always excellent and its reliability throughout the case was exceptional. However, Lead Counsel indicated that it would recommend a multiplier less than the other Core Group firms for three reasons: (1) my firm started working on the case "a little later;" (2) Lead Counsel had identified an error in my firm's reported current lodestar; and (3) my firm's senior foreign language attorneys' rate was too high.

28. With respect to the error in my firm's total submitted current lodestar, it appears that when historical rates were converted to current, the document review cap of \$350/hour for my colleagues William Harris and Karina Kosharsky was not carried over. Unfortunately, no one informed me of this error during the audit process before each firm submitted its final time and expenses. As a result, my firm's correct current lodestar appears to be \$10,337,201.25 instead of \$11,090,460. Accounting for the across-the-board 10% reduction in every firm's lodestar, my firm's lodestar for purposes of the Proposed Allocation therefore should be \$9,303,481.

